

Fill in this information to identify the case:

United States Bankruptcy Court for the:

_____ District of New Jersey
(State)

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name

Red Forge LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN)

47-3728662

4. Debtor's address

Principal place of business

360 Mt. Kemble Avenue

Number Street

Morristown NJ 07960

City State ZIP Code

Morris

County

Mailing address, if different from principal place of business

Number Street

P.O. Box

City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. Debtor's website (URL)

tenfour.com; redforgeco.com; allianttech.com; amsdesk.com; icscabling.com

| | | |
|--------|-----------------------|------------------------|
| Debtor | Red Forge LLC Name | Case number (if known) |
|--------|-----------------------|------------------------|

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. *Check all that apply:*

☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5415

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. *Check all that apply:*

☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
☐ Chapter 12

Debtor Red Forge LLC Case number (if known) _____
Name

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☐ No

☒ Yes. Debtor See "Rider 1" Relationship Affiliates

District New Jersey When See "Rider 1"

List all cases. If more than 1, attach a separate list.

MM / DD / YYYY

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

Debtor Red Forge LLC
Name

Case number (if known) _____

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors (consolidated basis)

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 | | |

15. Estimated assets (consolidated basis)

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities (consolidated basis)

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input checked="" type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/21/2021
MM / DD / YYYY

x

Signature of authorized representative of debtor

Title

Chief Executive Officer

Mark P. Cantaluppi

Printed name

Debtor Red Forge LLC
Name

Case number (if known) _____

18. Signature of attorney

x 
Signature of attorney for debtor

Date

12/21/21
MM / DD / YYYY

Marita S. Erbeck
Printed name

Faegre Drinker Biddle & Reath
Firm name

600 Campus Drive
Number Street

Florham Park
City

(973) 549-7000
Contact phone

NJ
State

07932
ZIP Code

marita.erbeck@faegredrinker.com
Email address

034342002
Bar number

NJ
State

RIDER 1

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the District of New Jersey for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532.

- Technology Keiretsu, LLC
- Alliant Technologies, L.L.C. (d/b/a TenFour)
- AlliantWare, L.L.C.
- Red Forge LLC

**WRITTEN CONSENT OF THE MEMBERS
OF
RED FORGE LLC**

The undersigned, being all of the members of Red Forge LLC, a New Jersey limited liability company (the “Company”), hereby takes the following actions and adopts the following resolutions by written consent in lieu of a meeting pursuant to Section 42:2C-37(d) of the New Jersey Revised Limited Liability Company Act, such consent to have the same force and effect as a unanimous vote of the members at a special meeting, duly called and held for the purpose of acting upon proposals to adopt such resolutions:

WHEREAS, Technology Keiretsu, LLC, the 99.99% member of the Company, with the assistance of its financial and legal advisors, has been conducting a review to consider and evaluate various strategic and financial alternatives, including but not limited to, the sale or divestiture of all or substantially all of the Company’s assets, a filing of petitions by the Company and certain of its affiliates to be effectuated under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), other restructuring transactions or transactions otherwise designed to address the Company’s liquidity constraints that may be available to the Company and its affiliates (each such strategic alternative, a “Transaction”);

WHEREAS, the members of the Board of Directors of Technology Keiretsu, LLC have met on numerous occasions to review and has had the opportunity to ask questions and receive answers about and to discuss the materials presented by senior management of the Company and the Company’s legal, financial and other advisors regarding the liabilities and liquidity of the Company, the various potential Transactions and the impact of the foregoing on the Company, its creditors, shareholders and other interested parties and its business;

WHEREAS, the materials presented by senior management of the Company, with the assistance of the Company’s legal, financial and other advisors, have also been shared with the members of the Company; and

WHEREAS, in the judgment of the members of the Board of Directors of Technology Keiretsu, LLC and the members of the Company, it is desirable and in the best interests of the Company, its creditors, shareholders and other interested parties, for the Company to file a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

Bankruptcy Resolutions

NOW, THEREFORE, BE IT RESOLVED, that the Company is hereby authorized to file or cause to be filed the voluntary petition for relief (such voluntary petition, and the voluntary petitions to be filed by the Company’s affiliates, collectively, the “Chapter 11 Cases”) under the provisions of chapter 11 of the Bankruptcy Code in the Bankruptcy Court for the District of New Jersey (the “Bankruptcy Court”); and it is

FURTHER RESOLVED, that the executive officers of the Company (the “Designated Officers”) are each hereby severally authorized, directed and empowered, on behalf of and in the name of the Company, to engage and continue to retain the law firm of Faegre Drinker Biddle &

Reath LLP as restructuring and general bankruptcy counsel to the Company to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights, including the preparation of pleadings and filings in the Chapter 11 proceeding, and in connection therewith, the Designated Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 Cases, and to cause to be filed appropriate applications for authority to retain the services of Faegre Drinker Biddle & Reath LLP; and it is

FURTHER RESOLVED, that the Designated Officers are each hereby authorized and directed to employ accountants, financial advisors, and any other individual and/or firm as professionals or consultants to the Company as are necessary to represent and assist the Company in carrying out its duties under the Bankruptcy Code, including (a) Stout Risius Ross, LLC, as investment banker to the Company, (b) Eisner Advisory Group LLC, as restructuring and financial advisors to the Company, and (c) Donlin, Recano & Company, Inc., as claims and noticing agent and administrative advisor, and (d) such additional professionals, including attorneys, accountants, financial advisors, consultants, or brokers as may be necessary or desirable in connection with the Chapter 11 Cases and in connection therewith, each Designated Officer is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the Chapter 11 Cases, and to cause to be filed an appropriate application for authority to retain the services of such individuals and/or firms.

Asset Purchase Agreement Resolutions

FURTHER RESOLVED, the members of the Company have determined that is advisable and in the best interests of the Company to enter into that certain Asset Purchase Agreement in the form of the draft dated December 17, 2021 (the "Purchase Agreement") by and among (a) Alliant Technologies, L.L.C., a New Jersey limited liability company, AlliantWare, L.L.C., a New Jersey limited liability company, Red Forge LLC, a New Jersey limited liability company (each, a "Seller," and collectively, the "Sellers"), and Acuative Corporation, a New Jersey corporation, or its assignee pursuant to Section 10.4 of the Purchase Agreement (the "Buyer"), whereby Buyer intends to acquire, directly or indirectly (including through one or more affiliates of Buyer), from Sellers, the assets of the Sellers as described more fully in the Purchase Agreement (the "Purchased Assets"), and Sellers desire to sell, assign, transfer and convey and deliver the Purchased Assets to Buyer (the "Sale Transaction") on the terms and subject to the conditions set forth in the Purchase Agreement; and the Purchase Agreement in the form of the draft dated December 17, 2021, including all exhibits and schedules, is hereby adopted and approved, and the transactions contemplated therein are hereby approved, and the execution and delivery of the Purchase Agreement in the form of the draft dated December 17, 2021 by any Designated Officer in the name of and on behalf of the Company is hereby authorized and approved, with such changes as the Designated Officer or Designated Officers executing the same shall approve, the execution of such agreement by any such officer to be conclusive evidence of such approval; and it is.

NOW, THEREFORE, BE IT RESOLVED, that the Purchase Agreement in the form of the draft dated December 17, 2021, including all exhibits and schedules, is hereby adopted and approved, and the transactions contemplated therein are hereby approved, and the execution and delivery of the Purchase Agreement in the form of the draft dated December 17, 2021 by any Designated Officer in the name of and on behalf of the Company is hereby authorized and

approved, with such changes as the Designated Officer or Designated Officers executing the same shall approve, the execution of such agreement by any such officer to be conclusive evidence of such approval; and it is

FURTHER RESOLVED, that each Designated Officer is hereby authorized, directed and empowered, on behalf of and in the name of the Company (i) to execute, deliver and undertake any and all transactions contemplated by the Purchase Agreement, (ii) to take all such further actions including, without limitation, to pay all fees and expenses, in accordance with the terms of the Purchase Agreement and the restructuring transactions contemplated therein, which any such officer determines, in his or her discretion, to be necessary, proper or advisable to perform any obligations of the Company under or in connection with the Purchase Agreement and the transactions contemplated therein, and (iii) to amend, extend, supplement or otherwise modify the Purchase Agreement or any documents, certificates, instruments, agreements, or other writings required by, related to, or reasonably contemplated or implied by the Purchase Agreement.

General

NOW, THEREFORE, BE IT RESOLVED, that the Designated Officers of the Company are hereby each severally authorized and empowered in the name of and on behalf of the Company to perform any and all acts as may be necessary or desirable to carry out the purposes of these resolutions and to complete the transactions contemplated in the agreements and instruments referred to in the foregoing resolutions, and to execute, file, and deliver all instruments and other documents as any such officer may deem necessary or desirable to carry out the purposes and intent of the agreements and instruments referred to in the foregoing resolutions; and the execution by any such officer of any such act in connection with the foregoing matters shall conclusively establish such officer's authority therefor from the Company and the approval, ratification, and adoption by the Company of the documents so executed and the actions so taken; and it is

FURTHER RESOLVED, that the Designated Officers are hereby each severally authorized and empowered in the name of and on behalf of the Company to perform any and all acts as may be necessary or desirable to undertake, execute, file, implement, and/or deliver the Chapter 11 Cases, the Purchase Agreement and all other instruments and documents contemplated by the foregoing resolutions and to take any and all further action which such Designated Officers may deem necessary or desirable to effectuate any action authorized by these resolutions, and otherwise to carry out the purposes and intent of the foregoing resolutions, and the execution by any such officer of any such documents or the performance by any such Designated Officer of any such act in connection with the foregoing matters shall conclusively establish his or her authority therefore from the Company and the approval and ratification by the Company of the documents so executed and the actions so taken; and it is

FURTHER RESOLVED, that the Designated Officers of the Company are hereby each severally authorized for and on behalf of the Company to take any and all action necessary, including the execution of any amendments, documents, instruments or waivers or to obtain any waivers or amendments of any agreements of the Company required by or under any of the Chapter 11 Cases, the Purchase Agreement or any of the transactions contemplated thereby, and any such action shall be binding on the Company without further authorization; and it is

FURTHER RESOLVED, that all actions and agreements of the directors and officers of the Company prior to the date hereof consistent with the purposes and intent of the foregoing resolutions be, and they hereby are, approved, ratified and adopted in all respects as the acts and agreements of the Company.

IN WITNESS WHEREOF, the undersigned, being all the members of the Company, have executed this unanimous consent and resolution on this 20th day of December, 2021.

TECHNOLOGY KEIRETSU, LLC, a New Jersey
limited liability company

By: 

Name: Mark P. Cantaluppi

Its: Operating Manager and CEO

TENFOUR LLC, a New Jersey limited liability
company

By: 

Name: Mark P. Cantaluppi

Title: CEO

Fill in this information to identify the case and this filing:

Debtor Name Red Forge LLC
United States Bankruptcy Court for the: _____ District of New Jersey
(State)
Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration See Schedule 1 attached hereto.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/21/2021
MM / DD / YYYY

x


Signature of individual signing on behalf of debtor

Mark P. Cantaluppi

Printed name

Chief Executive Officer

Position or relationship to debtor

SCHEDULE 1 TO OFFICIAL FORM 202
RED FORGE LLC

The Chief Executive Officer of the above-captioned Debtor has examined the information in the following documents and reasonably believes the information therein is true and correct:

- Corporate Ownership Statement
- List of Equity Security Holders
- Consolidated Balance Sheet
- Consolidated Statement of Cash Flows
- Consolidated Statement of Operations
- Federal Income Tax Return

Fill in this information to identify the case:

Debtor name: Alliant Technologies, L.L.C. (d/b/a TenFour), et al.

United States Bankruptcy Court for the: District of New Jersey

Case number (if known): 21-_____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders, on a Consolidated Basis

12/15

A list of creditors holding the 20 Largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 Largest unsecured claims.

| | Name of creditor and complete mailing address, including zip code | Name, telephone number, and email address of creditor contact | Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|---|---|---|---|--|--|---|---------------------------|
| | | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 1 | AT&T One AT&T Way Bedminster NJ 07921-0752 | Tanya Simonson; Kathy A Brennan ts8133@att.com; kb2683@att.com Tel: 888.789.5649 ext. 3622399 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$1,870,312.01 | \$0.00 | \$1,870,312.01 |
| 2 | Ingram Micro Inc. 3351 Michelson Drive Suite 100 Irvine CA 92612 | Lynn Englund lynn.englund@ingrammicro.com | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$380,548.03 | Unknown | \$380,548.03 ¹ |
| 3 | Mount Kemble Corporate Center LLC 55 Old Turnpike Road Suite 506 Nanuet NY 10954 | Tel: 732-763-7840 | Landlord | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$111,468.29 | \$0.00 | \$111,468.29 |
| 4 | Raich Ende Malter & Co. LLP 100 Campus Drive Suite 106 Florham Park NJ 07932 | John Boykas, Partner jboykas@rem-co.com Tel: 973-507-0522 Fax: 646-849-8064 | Professional Services | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$92,395.00 | \$0.00 | \$92,395.00 |
| 5 | ScienceLogic, Inc. 10700 Parkridge Blvd Suite 200 Reston VA 20191 | Sam Bogan sam.bogan@sciencelogic.com Tel: 215-850-3162 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$77,343.47 | \$0.00 | \$77,343.47 |
| 6 | DDI Leasing Alliant 221 Somerville Road Bedminster NJ 07921 | Tel: 908-781-9300 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$73,938.95 | Unknown | \$73,938.95 ¹ |

Debtor **Alliant Technologies, L.L.C. (d/b/a TenFour), et al.**

Case number (if known) **21-_____**

| Name of creditor and complete mailing address, including zip code | Name, telephone number, and email address of creditor contact | Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|---|---|---|--|--|---|--------------------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 7 TD SYNnex Corporation 39 Pelham Ridge Drive Greenville SC 29615 | Connor Flom connorf@synnex.com Tel: 864-447-5752 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$48,366.94 | \$0.00 | \$48,366.94 |
| 8 Diversified Systems Resources 401 S. Dewey Bartlesville OK 74003 | Kyle Miller klmiller@dsrglobal.com Tel: 918-336-6900 ext. 2238 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$46,697.40 | \$0.00 | \$46,697.40 |
| 9 McCarter & English 265 Franklin Street Boston MA 02110 | Benjamin M. Hron bhron@mccarter.com Tel: 617-449-6584 | Professional Services | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$40,534.30 | \$0.00 | \$40,534.30 |
| 10 Cologix Inc. 225 E 16Th Avenue Suite 900 Denver CO 80203 | Summer May summer.may@coiogix.com Tel: 720-940-0334 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$33,739.96 | \$0.00 | \$33,739.96 |
| 11 Insight Global, LLC 1260 Headquarters Plaza West Tower, 6th Floor Morristown NJ 07960 | Isabella Montalban isabella.montalban@insightglobal.com Tel: 973-267-5706 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$30,826.25 | \$0.00 | \$30,826.25 |
| 12 Grant Thornton LLP 757 Third Avenue 9th Floor New York NY 10017 | Tim McKay, Manager tim.mckay@us.gt.com Tel: 212-542-9508 | Professional Services | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$30,250.00 | \$0.00 | \$30,250.00 |
| 13 Arrow Capital Solutions, Inc 9201 East Dry Creek Road Centennial CO 80112 | M Samuelson msamuelson@arrow.com Tel: 303-824-7650 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$22,622.43 | Unknown | \$22,622.43 ¹ |
| 14 Essintial Enterprise Solutions, LLC 431 Railroad Avenue Shiremanstown PA 17011 | Lisa Ryan lryan@essintial.com Tel: 717-610-3285 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$14,019.50 | \$0.00 | \$14,019.50 |
| 15 TRS Fund Contribution Federal Trade Commission 150 William St New York NY 10038 | TRS_POC@fcc.gov Tel: 212-264-1207 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$13,399.15 | \$0.00 | \$13,399.15 |
| 16 Smartsheet Inc. 10500 Northeast 8th Street Suite 1330 Bellevue WA 98004 | arsupport@smartsheet.com | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$11,400.00 | \$0.00 | \$11,400.00 |
| 17 Imagicle Spa Via Fondacci, 272-55054 Massarosa LU Italy | Anthony Genna administration@imagicle.com Tel: 39-0584-943232 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$9,637.50 | \$0.00 | \$9,637.50 |

Debtor **Alliant Technologies, L.L.C. (d/b/a TenFour), et al.**

Case number (if known) **21-_____**

| | Name of creditor and complete mailing address, including zip code | Name, telephone number, and email address of creditor contact | Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|----|---|---|--|--|--|---|-----------------|
| | | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 18 | ZoomInfo Technologies LLC 805 Broadway St Suite 900 Vancouver WA 98660 | Harter Hudson harter.hudson@zoominfo.com Tel: 866-904-9666 option 2 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$9,412.32 | \$0.00 | \$9,412.32 |
| 19 | Banc of America Leasing - Oracle 2600 West Big Beaver Road Troy MI 48084 | Kimberly Galerneau kimberly.a.galerneau@leaseadmincenter.com Tel: 248-530-5172 Fax: 312-453-3102 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$8,278.12 | \$0.00 | \$8,278.12 |
| 20 | Pulse Q&A Inc. 795 Folsom Street Suite 1028 San Francisco CA 94103 | AR@pulse.qa Tel: 215-908-0199 | Trade Debt | <input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D | \$5,000.00 | \$0.00 | \$5,000.00 |

¹Total Claim Amount includes secured liability amount

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-1(b)

FAEGRE DRINKER BIDDLE & REATH LLP

A Delaware Limited Liability Partnership

600 Campus Drive

Florham Park, New Jersey 07932-1047

(973) 549-7000 (Telephone)

(973) 360-9831 (Facsimile)

Michael P. Pompeo

Marita S. Erbeck

Proposed Counsel to the Debtors and Debtors in Possession

In re:

RED FORGE LLC

Debtor.

Chapter 11

Case No. 21-____ (____)

CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 7007.1

Pursuant to Rule 7007.1 of the Federal Rules of Bankruptcy Procedure, the above captioned debtor (the “Debtor”) certifies that the following is a corporate entity, other than the Debtor or a governmental unit, that directly or indirectly owns 10% or more of the Debtor.

Name: Technology Keiretsu, LLC
Address: 360 Mt. Kemble Avenue
Morristown, New Jersey 07960

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-1(b)

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In re:

RED FORGE LLC

Debtor.

Chapter 11

Case No. 21-____ (____)

LIST OF EQUITY SECURITY HOLDERS

The following is the list of the above-captioned debtor's equity security holders, which is prepared in accordance with Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure.

| Name and Last Known Address or Place of Business of Holder | Percentage Interest |
|---|---------------------|
| Technology Keiretsu, LLC 360 Mt. Kemble Avenue Morristown, New Jersey 07960 | 99.99% |
| TenFour LLC 360 Mt. Kemble Avenue Morristown, New Jersey 07960 | 00.01% |

TECHNOLOGY KEIRETSU, LLC AND SUBSIDIARIES
Consolidated Balance Sheets

| ASSETS | TenFour Oct 31, 2021 | Red Forge Oct 31, 2021 | TK Oct 31, 2021 | TenFour Sept 30, 2021 | Red Forge Sept 30, 2021 | TK Sept 30, 2021 | Sept 30, 2021 | Dec 31, 2020 |
|--|-------------------------|---------------------------|--------------------|--------------------------|----------------------------|---------------------|---------------|--------------|
| CURRENT ASSETS | | | | | | | | |
| Cash | \$ 2,134,000 | | \$ 2,134,000 | \$ 2,460,000 | | \$ 2,460,000 | \$ 1,932,000 | |
| Accounts receivable, net of allowance for doubtful accounts | 3,109,000 | | 3,109,000 | 2,671,000 | | 2,671,000 | 3,729,000 | |
| Inventories | 108,000 | | 108,000 | 169,000 | | 169,000 | 182,000 | |
| Employee advances | 8,000 | | 8,000 | 11,000 | | 11,000 | 21,000 | |
| Other current assets | 731,000 | | 15,000 | 721,000 | | 20,000 | 741,000 | |
| Due from Parent | (469,000) | | 469,000 | (608,000) | | 608,000 | 638,000 | |
| Total current assets | 5,621,000 | - | 484,000 | 5,424,000 | - | 6,052,000 | - | |
| Property and equipment, net of accumulated depreciation | 3,222,000 | 9,854,000 | 13,076,000 | 3,211,000 | 9,802,000 | 13,013,000 | 13,184,000 | |
| CIT financed asset, net of accumulated depreciation | 2,243,000 | | 2,243,000 | 2,274,000 | | 2,274,000 | 2,691,000 | |
| Total property and equipment, net | 5,465,000 | 9,854,000 | - | 5,485,000 | 9,802,000 | - | 15,875,000 | |
| OTHER ASSETS | | | | | | | | |
| Other assets | 259,000 | 21,000 | 280,000 | 271,000 | 21,000 | 292,000 | 187,000 | |
| Security deposits | 57,000 | | 57,000 | 57,000 | | 57,000 | 57,000 | |
| CIT prepaid assets | 52,000 | | 52,000 | 45,000 | | 45,000 | 160,000 | |
| Total other assets | 368,000 | 21,000 | - | 373,000 | 21,000 | - | 404,000 | |
| Total assets | \$ 11,454,000 | \$ 9,875,000 | \$ 484,000 | \$ 11,282,000 | \$ 9,823,000 | \$ 628,000 | \$ 22,781,000 | |
| LIABILITIES AND MEMBERS' EQUITY | | | | | | | | |
| CURRENT LIABILITIES | | | | | | | | |
| Obligations under capital leases and financing agreements, current portion | \$ 1,689,000 | | \$ 1,689,000 | \$ 1,705,000 | | \$ 1,705,000 | \$ 1,654,000 | |
| Accounts payable | 1,732,000 | | 1,732,000 | 967,000 | | 967,000 | 2,820,000 | |
| Accrued expenses | 1,886,000 | 619,000 | 2,505,000 | 1,790,000 | 559,000 | 2,349,000 | 1,672,000 | |
| Deferred revenue | 491,000 | | 491,000 | 622,000 | | 622,000 | 357,000 | |
| CIT financing obligation, current portion | 1,560,000 | | 1,560,000 | 1,597,000 | | 1,597,000 | 1,939,000 | |
| Loan payable to SBA | - | | - | 1,822,000 | | 1,822,000 | 1,822,000 | |
| Line of credit - bank | 2,500,000 | | 2,500,000 | 2,500,000 | | 2,500,000 | 2,650,000 | |
| Total current liabilities | 9,858,000 | - | 619,000 | 11,003,000 | - | 559,000 | 12,914,000 | |
| LONG-TERM LIABILITIES | | | | | | | | |
| Obligations under capital leases and financing agreements, net of current port | 1,130,000 | | 1,130,000 | 1,190,000 | | 1,190,000 | 1,689,000 | |
| CIT financing obligation, net of current portion | 2,290,000 | | 2,290,000 | 2,410,000 | | 2,410,000 | 2,840,000 | |
| Lease incentive liability | 97,000 | | 97,000 | 103,000 | | 103,000 | 158,000 | |
| Deferred rent | 316,000 | | 316,000 | 321,000 | | 321,000 | 353,000 | |
| Convertible notes payable | | 6,000,000 | 6,000,000 | | 6,000,000 | 6,000,000 | 4,000,000 | |
| Total long-term liabilities | 3,833,000 | - | 6,000,000 | 4,024,000 | - | 6,000,000 | 9,040,000 | |
| Members' equity | (2,237,000) | 9,875,000 | (6,135,000) | (3,745,000) | 9,823,000 | (5,931,000) | 827,000 | |
| Total liabilities and members' equity | \$ 11,454,000 | \$ 9,875,000 | \$ 484,000 | \$ 11,282,000 | \$ 9,823,000 | \$ 628,000 | \$ 22,781,000 | |

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UNAUDITED

TECHNOLOGY KEIRETSU, LLC AND SUBSIDIARIES
Consolidated Statements of Cash Flows

| | TenFour Ten Months Ended Oct 31, 2021 | Red Forge Ten Months Ended Oct 31, 2021 | TK Ten Months Ended Oct 31, 2021 | Ten Months Ended Oct 31, 2021 | TenFour Month Ended Oct 31, 2021 | Red Forge Month Ended Oct 31, 2021 | TK Month Ended Oct 31, 2021 | Month Ended Oct 31, 2021 |
|--|--|--|---|-------------------------------------|---|---|--------------------------------------|--------------------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | | | | | | |
| Net (loss) | \$ 1,970,000 | \$ (737,000) | \$ (557,000) | \$ 676,000 | \$ 1,508,000 | \$ (87,000) | \$ (65,000) | \$ 1,356,000 |
| Adjustments to reconcile net income to net cash (used in) operating activities | | | | | | | | |
| Depreciation expense | 2,406,000 | | | 2,406,000 | 225,000 | - | - | 225,000 |
| Forgiveness of SBA loan | (3,629,000) | | | (3,629,000) | (1,822,000) | - | - | (1,822,000) |
| Deferred revenue | 134,000 | | | 134,000 | (131,000) | - | - | (131,000) |
| Deferred rent | (37,000) | | | (37,000) | (5,000) | - | - | (5,000) |
| Change in operating assets and liabilities | | | | | | | | |
| Accounts receivable | 620,000 | | | 620,000 | (438,000) | - | - | (438,000) |
| Inventories | 74,000 | | | 74,000 | 61,000 | - | - | 61,000 |
| Employee advances | 13,000 | | | 13,000 | 3,000 | - | - | 3,000 |
| Other current assets | 673,000 | | 38,000 | 711,000 | (10,000) | - | 5,000 | (5,000) |
| Other assets | (98,000) | | 10,000 | (88,000) | 12,000 | - | - | 12,000 |
| CIT prepaid assets | 108,000 | | | 108,000 | (7,000) | - | - | (7,000) |
| Accounts payable | (1,088,000) | | | (1,088,000) | 765,000 | - | - | 765,000 |
| Accrued expenses | 324,000 | | 509,000 | 833,000 | 96,000 | - | 60,000 | 156,000 |
| Lease incentive liability | (61,000) | | | (61,000) | (6,000) | - | - | (6,000) |
| Net cash provided by (used in) operating activities | 1,409,000 | (737,000) | - | 672,000 | 251,000 | (87,000) | - | 164,000 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | | | | | | |
| Purchase of CIT financed assets | (685,000) | | | (685,000) | (69,000) | - | - | (69,000) |
| Purchases of property and equipment | (10,000) | (492,000) | | (502,000) | (8,000) | (52,000) | - | (60,000) |
| Net cash (used in) investing activities | (695,000) | (492,000) | - | (1,187,000) | (77,000) | (52,000) | - | (129,000) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | | | | | | |
| Payments of capital lease and financing agreement obligations | (2,026,000) | | | (2,026,000) | (204,000) | - | - | (204,000) |
| Proceeds of CIT financings | 906,000 | | | 906,000 | - | - | - | - |
| Payments of CIT financing obligations | (1,835,000) | | | (1,835,000) | (157,000) | - | - | (157,000) |
| Proceeds (repayments) of line of credit, net | (150,000) | | | (150,000) | - | - | - | - |
| Proceeds from SBA loan | 1,822,000 | | | 1,822,000 | - | - | - | - |
| Intercompany equity contributions | - | 1,229,000 | (1,229,000) | - | - | 139,000 | (139,000) | - |
| Proceeds (payments) of advances from Parent | 771,000 | | (771,000) | - | (139,000) | - | 139,000 | - |
| Proceeds of convertible notes payable | - | | 2,000,000 | 2,000,000 | - | - | - | - |
| Net cash provided by (used in) financing activities | (512,000) | 1,229,000 | - | 717,000 | (500,000) | 139,000 | - | (361,000) |
| Net increase (decrease) in cash | 202,000 | - | - | 202,000 | (326,000) | - | - | (326,000) |
| Cash - beginning of period | 1,932,000 | - | - | 1,932,000 | 2,460,000 | - | - | 2,460,000 |
| Cash - end of period | \$ 2,134,000 | \$ - | \$ - | \$ 2,134,000 | \$ 2,134,000 | \$ - | \$ - | \$ 2,134,000 |
| Supplemental disclosures of cash flow information: | | | | | | | | |
| Cash paid for interest | \$ 490,000 | \$ - | | \$ 490,000 | \$ 44,000 | \$ - | \$ - | \$ 44,000 |
| Supplemental disclosures of non-cash investing and financing activities: | | | | | | | | |
| Computer equipment, software and vehicle purchases financed by capital leases and finance agreements | \$ 663,000 | | | \$ 663,000 | \$ 128,000 | \$ - | \$ - | \$ 128,000 |
| Other current asset purchases financed by finance agreements | \$ 839,000 | | | \$ 839,000 | \$ - | \$ - | \$ - | \$ - |
| Retirements of fully depreciated property and equipment | \$ 22,000 | | | \$ 22,000 | \$ - | \$ - | \$ - | \$ - |

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TECHNOLOGY KEIRETSU, LLC AND SUBSIDIARIES
Consolidated Statements of Operations and Members' Equity

| | TenFour Ten Months Ended Oct 31, 2021 | Red Forge Ten Months Ended Oct 31, 2021 | TK Ten Months Ended Oct 31, 2021 | Elim/Adj Ten Months Ended Oct 31, 2021 | Ten Months Ended Oct 31, 2021 | TenFour Month Ended Oct 31, 2021 | Red Forge Month Ended Oct 31, 2021 | TK Month Ended Oct 31, 2021 | Elim/Adj Month Ended Oct 31, 2021 | Month Ended Oct 31, 2021 |
|---------------------------------------|--|--|---|---|-------------------------------------|---|---|--------------------------------------|--|--------------------------------|
| REVENUES | | | | | | | | | | |
| Service revenues | \$ 17,214,000 | | | | \$ 17,214,000 | \$ 1,760,000 | \$ - | \$ - | \$ - | \$ 1,760,000 |
| Product sales | 625,000 | | | | 625,000 | 11,000 | - | - | - | 11,000 |
| Service revenues - affiliates | 1,291,000 | 62,000 | | (1,353,000) | - | 145,000 | 6,000 | - | (151,000) | - |
| Total revenues | 19,130,000 | 62,000 | - | (1,353,000) | 17,839,000 | 1,916,000 | 6,000 | - | (151,000) | 1,771,000 |
| Cost of revenues | 12,229,000 | | | (1,291,000) | 10,938,000 | 1,209,000 | - | - | (145,000) | 1,064,000 |
| Operating expenses | 6,710,000 | 799,000 | | (62,000) | 7,447,000 | 752,000 | 93,000 | - | (6,000) | 839,000 |
| Depreciation expenses | 2,406,000 | | | | 2,406,000 | 225,000 | - | - | - | 225,000 |
| (Loss) from operations | (2,215,000) | (737,000) | - | - | (2,952,000) | (270,000) | (87,000) | - | - | (357,000) |
| OTHER INCOME (EXPENSE) | | | | | | | | | | |
| Interest income | 3,000 | | | | 3,000 | - | - | - | - | - |
| Interest expense | (497,000) | | (557,000) | | (1,054,000) | (44,000) | - | (65,000) | - | (109,000) |
| Forgiveness of SBA loan | 3,629,000 | | | | 3,629,000 | 1,822,000 | - | - | - | 1,822,000 |
| Employee retention credits | 1,047,000 | | | | 1,047,000 | - | - | - | - | - |
| Gain on sale of assets | 3,000 | | | | 3,000 | - | - | - | - | - |
| Total other income | 4,185,000 | - | (557,000) | - | 3,628,000 | 1,778,000 | - | (65,000) | - | 1,713,000 |
| Net (loss) | 1,970,000 | (737,000) | (557,000) | - | 676,000 | 1,508,000 | (87,000) | (65,000) | - | 1,356,000 |
| Intercompany equity contribution | | 1,229,000 | (1,229,000) | | - | - | 139,000 | (139,000) | - | - |
| Members' equity - beginning of period | (4,207,000) | 9,383,000 | (4,349,000) | - | 827,000 | (3,745,000) | 9,823,000 | (5,931,000) | - | 147,000 |
| Members' equity - end of period | \$ (2,237,000) | \$ 9,875,000 | \$ (6,135,000) | \$ - | \$ 1,503,000 | \$ (2,237,000) | \$ 9,875,000 | \$ (6,135,000) | \$ - | \$ 1,503,000 |

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UNAUDITED

| | | | | | |
|---|---|---|---|--|--------------------------|
| Form 1065 Department of the Treasury Internal Revenue Service | | U.S. Return of Partnership Income For calendar year 2020, or tax year beginning _____, ending _____ Go to www.irs.gov/Form1065 for instructions and the latest information. | | OMB No. 1545-0123 2020 | |
| A Principal business activity SOFTWARE DEVELOPMENT | | Name of partnership RED FORGE LLC | | D Employer identification number 47-3728662 | |
| B Principal product or service SOFTWARE | | Number, street, and room or suite no. If a P.O. box, see instructions. 360 MOUNT KEMBLE AVE | | E Date business started 01/14/2014 | |
| C Business code number 541511 | | City or town, state or province, country, and ZIP or foreign postal code MORRISTOWN NJ 07960 | | F Total assets \$ 9,382,972. | |
| G Check applicable boxes: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Name change (4) <input type="checkbox"/> Address change (5) <input type="checkbox"/> Amended return | | | | | |
| H Check accounting method: (1) <input type="checkbox"/> Cash (2) <input checked="" type="checkbox"/> Accrual (3) <input type="checkbox"/> Other (specify) ▶ | | | | | |
| I Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year ▶ 2 | | | | | |
| J Check if Schedules C and M-3 are attached ▶ <input type="checkbox"/> | | | | | |
| K Check if partnership: (1) <input type="checkbox"/> Aggregated activities for section 465 at-risk purposes (2) <input type="checkbox"/> Grouped activities for section 469 passive activity purposes | | | | | |
| Caution: Include only trade or business income and expenses on lines 1a through 22 below. See instructions for more information. | | | | | |
| Income | 1 a Gross receipts or sales | | 1a 81,000. | | |
| | b Returns and allowances | | 1b | | |
| | c Balance. Subtract line 1b from line 1a | | | | 1c 81,000. |
| | 2 Cost of goods sold (attach Form 1125-A) | | | | 2 |
| | 3 Gross profit. Subtract line 2 from line 1c | | | | 3 81,000. |
| | 4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement) | | | | 4 |
| | 5 Net farm profit (loss) (attach Schedule F (Form 1040)) | | | | 5 |
| | 6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797) | | | | 6 |
| 7 Other income (loss) (attach statement) | | | | 7 | |
| 8 Total income (loss). Combine lines 3 through 7 | | | | 8 81,000. | |
| Deductions (see instructions for limitations) | 9 Salaries and wages (other than to partners) (less employment credits) | | | | 9 |
| | 10 Guaranteed payments to partners | | | | 10 |
| | 11 Repairs and maintenance | | | | 11 |
| | 12 Bad debts | | | | 12 |
| | 13 Rent | | | | 13 |
| | 14 Taxes and licenses | | | | 14 |
| | 15 Interest (see instructions) | | | | 15 |
| | 16 a Depreciation (if required, attach Form 4562) | | 16a | | |
| | b Less depreciation reported on Form 1125-A and elsewhere on return | | 16b | | 16c |
| | 17 Depletion (Do not deduct oil and gas depletion.) | | | | 17 |
| | 18 Retirement plans, etc. | | | | 18 |
| 19 Employee benefit programs | | | | 19 | |
| 20 Other deductions (attach statement) SEE STATEMENT 1 | | | | 20 1,980,529. | |
| 21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20 | | | | 21 1,980,529. | |
| 22 Ordinary business income (loss). Subtract line 21 from line 8 | | | | 22 -1,899,529. | |
| Tax and Payments | 23 Interest due under the look-back method-completed long-term contracts (attach Form 8697) | | | | 23 |
| | 24 Interest due under the look-back method-income forecast method (attach Form 8866) | | | | 24 |
| | 25 BBA AAR imputed underpayment (see instructions) | | | | 25 |
| | 26 Other taxes (see instructions) | | | | 26 |
| | 27 Total balance due. Add lines 23 through 26 | | | | 27 |
| | 28 Payment (see instructions) | | | | 28 |
| | 29 Amount owed. If line 28 is smaller than line 27, enter amount owed | | | | 29 |
| | 30 Overpayment. If line 28 is larger than line 27, enter overpayment | | | | 30 |
| Sign Here | Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than partner or limited liability company member) is based on all information of which preparer has any knowledge. | | | | |
| | Signature of partner or limited liability company member | | Date | | |
| Paid Preparer Use Only | Print/Type preparer's name JOHN BOYKAS | | Preparer's signature | | Date |
| | Firm's name ▶ RAICH ENDE MALTER & CO., LLP | | Check <input type="checkbox"/> if self-employed | | PTIN P00845831 |
| | Firm's address ▶ 100 CAMPUS DRIVE, SUITE 106 FLORHAM PARK, NJ 07932 | | Firm's EIN ▶ 11-2336434 | | |
| | | | Phone no. 973-267-4200 | | |

Form 1065 (2020)

RED FORGE LLC

47-3728662 Page 2

Schedule B Other Information

| | | |
|---|---|---------------------------------------|
| 1 What type of entity is filing this return? Check the applicable box: | Yes | No |
| a <input type="checkbox"/> Domestic general partnership | | |
| c <input checked="" type="checkbox"/> Domestic limited liability company | | |
| e <input type="checkbox"/> Foreign partnership | | |
| b <input type="checkbox"/> Domestic limited partnership | | |
| d <input type="checkbox"/> Domestic limited liability partnership | | |
| f <input type="checkbox"/> Other ▶ | | |
| 2 At the end of the tax year: | | |
| a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization, or any foreign government own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership | X | |
| b Did any individual or estate own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If "Yes," attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership | | X |
| 3 At the end of the tax year, did the partnership: | | |
| a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv) below | | X |
| (i) Name of Corporation | (ii) Employer Identification Number (if any) | (iii) Country of Incorporation |
| | | |
| | | |
| | | |
| | | |
| | | |
| b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v) below | | X |
| (i) Name of Entity | (ii) Employer Identification Number (if any) | (iii) Type of Entity |
| | | |
| | | |
| | | |
| | | |
| | | |
| 4 Does the partnership satisfy all four of the following conditions? | Yes | No |
| a The partnership's total receipts for the tax year were less than \$250,000. | | |
| b The partnership's total assets at the end of the tax year were less than \$ 1 million. | | |
| c Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return. | | |
| d The partnership is not filing and is not required to file Schedule M-3 | | X |
| If "Yes," the partnership is not required to complete Schedules L, M-1, and M-2; item F on page 1 of Form 1065; or item L on Schedule K-1. | | |
| 5 Is this partnership a publicly traded partnership, as defined in section 469(k)(2)? | | X |
| 6 During the tax year, did the partnership have any debt that was canceled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt? | | X |
| 7 Has this partnership filed, or is it required to file, Form 8918, Material Advisor Disclosure Statement, to provide information on any reportable transaction? | | X |
| 8 At any time during calendar year 2020, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶ | | X |
| 9 At any time during the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If "Yes," the partnership may have to file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts. See instructions | | X |
| 10 a Is the partnership making, or had it previously made (and not revoked), a section 754 election? See instructions for details regarding a section 754 election. | | X |
| b Did the partnership make for this tax year an optional basis adjustment under section 743(b) or 734(b)? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions | | X |

011011 01-06-21

Form 1065 (2020)

Form 1065 (2020)

RED FORGE LLC

47-3728662 Page 3

Schedule B Other Information (continued)

| | Yes | No |
|--|-----|----|
| c Is the partnership required to adjust the basis of partnership assets under section 743(b) or 734(b) because of a substantial built-in loss (as defined under section 743(d)) or substantial basis reduction (as defined under section 734(d))? If "Yes," attach a statement showing the computation and allocation of the basis adjustment. See instructions | | X |
| 11 Check this box if, during the current or prior tax year, the partnership distributed any property received in a like-kind exchange or contributed such property to another entity (other than disregarded entities wholly owned by the partnership throughout the tax year) | | |
| 12 At any time during the tax year, did the partnership distribute to any partner a tenancy-in-common or other undivided interest in partnership property? | | X |
| 13 If the partnership is required to file Form 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities (FDEs) and Foreign Branches (FBs), enter the number of Forms 8858 attached. See instructions | | |
| 14 Does the partnership have any foreign partners? If "Yes," enter the number of Forms 8805, Foreign Partner's Information Statement of Section 1446 Withholding Tax, filed for this partnership | | X |
| 15 Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return | | |
| 16 a Did you make any payments in 2020 that would require you to file Form(s) 1099? See instructions | | X |
| b If "Yes," did you or will you file required Form(s) 1099? | | |
| 17 Enter the number of Forms 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations, attached to this return | | |
| 18 Enter the number of partners that are foreign governments under section 892 | | |
| 19 During the partnership's tax year, did the partnership make any payments that would require it to file Form 1042 and 1042-S under chapter 3 (sections 1441 through 1464) or chapter 4 (sections 1471 through 1474)? | | X |
| 20 Was the partnership a specified domestic entity required to file Form 8938 for the tax year? See the Instructions for Form 8938 | | X |
| 21 Is the partnership a section 721(c) partnership, as defined in Regulations section 1.721(c)-1(b)(14)? | | X |
| 22 During the tax year, did the partnership pay or accrue any interest or royalty for which one or more partners are not allowed a deduction under section 267A? See instructions If "Yes," enter the total amount of the disallowed deductions \$ | | X |
| 23 Did the partnership have an election under section 163(j) for any real property trade or business or any farming business in effect during the tax year? See instructions | | X |
| 24 Does the partnership satisfy one or more of the following? See instructions a The partnership owns a pass-through entity with current, or prior year carryover, excess business interest expense. b The partnership's aggregate average annual gross receipts (determined under section 448(c)) for the 3 tax years preceding the current tax year are more than \$26 million and the partnership has business interest. c The partnership is a tax shelter (see instructions) and the partnership has business interest expense. If "Yes" to any, complete and attach Form 8990. | X | |
| 25 Is the partnership electing out of the centralized partnership audit regime under section 6221(b)? See instructions If "Yes," the partnership must complete Schedule B-2 (Form 1065). Enter the total from Schedule B-2, Part III, line 3 If "No," complete Designation of Partnership Representative below. | | X |

Designation of Partnership Representative (see instructions)

Enter below the information for the partnership representative (PR) for the tax year covered by this return.

Name of PR ► **TECHNOLOGY KEIRETSU, LLC**U.S. address of PR ► **360 MOUNT KEMBLE AVE
MORRISTOWN, NJ 07960**U.S. phone number of PR ► **973-267-5236**If the PR is an entity, name of the designated individual for the PR ► **MARK CANTALUPPI**U.S. address of designated individual ► **360 MOUNT KEMBLE AVE
MORRISTOWN, NJ 07960**U.S. phone number of designated individual ► **973-775-4178**

| | | |
|---|--|---|
| 26 Is the partnership attaching Form 8996 to certify as a Qualified Opportunity Fund? If "Yes," enter the amount from Form 8996, line 16 \$ | | X |
| 27 Enter the number of foreign partners subject to section 864(c)(8) as a result of transferring all or a portion of an interest in the partnership or of receiving a distribution from the partnership | | |
| 28 At any time during the tax year, were there any transfers between the partnership and its partners subject to the disclosure requirements of Regulations section 1.707-8? | | X |
| 29 Since December 22, 2017, did a foreign corporation directly or indirectly acquire substantially all of the properties constituting a trade or business of your partnership, and was the ownership percentage (by vote or value) for purposes of section 7874 greater than 50% (for example, the partners held more than 50% of the stock of the foreign corporation)? If "Yes," list the ownership percentage by vote and by value. See instructions. | | |
| Percentage: By Vote By Value | | X |

Schedule K Partners' Distributive Share Items

| | | Total amount | |
|--|---|--------------|-------------|
| Income (Loss) | 1 Ordinary business income (loss) (page 1, line 22) | 1 | -1,899,529. |
| | 2 Net rental real estate income (loss) (attach Form 8825) | 2 | |
| | 3a Other gross rental income (loss) | 3a | |
| | b Expenses from other rental activities (attach statement) | 3b | |
| | c Other net rental income (loss). Subtract line 3b from line 3a | 3c | |
| | 4 Guaranteed payments: a Services 4a b Capital 4b | 4c | |
| | c Total. Add lines 4a and 4b | 4c | |
| | 5 Interest income | 5 | |
| | 6 Dividends and dividend equivalents: a Ordinary dividends b Qualified dividends 6b c Dividend equivalents 6c | 6a | |
| | 7 Royalties | 7 | |
| | 8 Net short-term capital gain (loss) (attach Schedule D (Form 1065)) | 8 | |
| Income (Loss) | 9a Net long-term capital gain (loss) (attach Schedule D (Form 1065)) | 9a | |
| | b Collectibles (28%) gain (loss) 9b | | |
| | c Unrecaptured section 1250 gain (attach statement) 9c | | |
| 10 Net section 1231 gain (loss) (attach Form 4797) | 10 | | |
| 11 Other income (loss) (see instructions) Type ▶ | 11 | | |
| Deductions | 12 Section 179 deduction (attach Form 4562) | 12 | |
| | 13a Contributions | 13a | |
| | b Investment interest expense | 13b | |
| | c Section 59(e)(2) expenditures: (1) Type ▶ (2) Amount ▶ | 13c(2) | |
| d Other deductions (see instructions) Type ▶ | 13d | | |
| Self-Employment | 14a Net earnings (loss) from self-employment | 14a | |
| | b Gross farming or fishing income | 14b | |
| | c Gross nonfarm income | 14c | |
| Credits | 15a Low-income housing credit (section 42(j)(5)) | 15a | |
| | b Low-income housing credit (other) | 15b | |
| | c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468, if applicable) | 15c | |
| | d Other rental real estate credits (see instructions) Type ▶ | 15d | |
| | e Other rental credits (see instructions) Type ▶ | 15e | |
| | f Other credits (see instructions) Type ▶ | 15f | |
| Foreign Transactions | 16a Name of country or U.S. possession ▶ | | |
| | b Gross income from all sources | 16b | |
| | c Gross income sourced at partner level | 16c | |
| | Foreign gross income sourced at partnership level | | |
| | d Reserved for future use ▶ e Foreign branch category ▶ | 16e | |
| | f Passive category ▶ g General category ▶ h Other ▶ | 16h | |
| | Deductions allocated and apportioned at partner level | | |
| | i Interest expense ▶ j Other ▶ | 16j | |
| | Deductions allocated and apportioned at partnership level to foreign source income | | |
| | k Reserved for future use ▶ l Foreign branch category ▶ | 16l | |
| | m Passive category ▶ n General category ▶ o Other ▶ | 16o | |
| | p Total foreign taxes (check one): Paid <input type="checkbox"/> Accrued <input type="checkbox"/> | 16p | |
| q Reduction in taxes available for credit (attach statement) | 16q | | |
| r Other foreign tax information (attach statement) | | | |
| Alternative Tax (AMT) Items | 17a Post-1986 depreciation adjustment | 17a | |
| | b Adjusted gain or loss | 17b | |
| | c Depletion (other than oil and gas) | 17c | |
| | d Oil, gas, and geothermal properties - gross income | 17d | |
| | e Oil, gas, and geothermal properties - deductions | 17e | |
| | f Other AMT items (attach statement) | 17f | |
| Other Information | 18a Tax-exempt interest income | 18a | |
| | b Other tax-exempt income | 18b | |
| | c Nondeductible expenses | 18c | |
| | 19a Distributions of cash and marketable securities | 19a | |
| | b Distributions of other property | 19b | |
| | 20a Investment income | 20a | |
| b Investment expenses | 20b | | |
| c Other items and amounts (attach statement) STMT 2 | | | |

Analysis of Net Income (Loss)

| | | | | | | | |
|---|---------------|--------------------------|----------------------------|------------------|-------------------------|--------------------|-------------|
| 1 Net income (loss). Combine Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 16p | | | | | | 1 | -1,899,529. |
| 2 Analysis by partner type: | (i) Corporate | (ii) Individual (active) | (iii) Individual (passive) | (iv) Partnership | (v) Exempt Organization | (vi) Nominee/Other | |
| a General partners | | | | | | | |
| b Limited partners | | | -190. | -1,899,339. | | | |

Schedule L Balance Sheets per Books

| Assets | Beginning of tax year | | End of tax year | |
|--|-----------------------|------------|-----------------|------------|
| | (a) | (b) | (c) | (d) |
| 1 Cash | | | | |
| 2a Trade notes and accounts receivable | | | | |
| b Less allowance for bad debts | | | | |
| 3 Inventories | | | | |
| 4 U.S. government obligations | | | | |
| 5 Tax-exempt securities | | | | |
| 6 Other current assets (attach statement) | | | | |
| 7a Loans to partners (or persons related to partners) | | | | |
| b Mortgage and real estate loans | | | | |
| 8 Other investments (attach statement) | | | | |
| 9a Buildings and other depreciable assets | | | | |
| b Less accumulated depreciation | | | | |
| 10a Depletable assets | | | | |
| b Less accumulated depletion | | | | |
| 11 Land (net of any amortization) | | | | |
| 12a Intangible assets (amortizable only) | | | | |
| b Less accumulated amortization | | | | |
| 13 Other assets (attach statement) | STATEMENT 3 | 8,464,905. | | 9,382,972. |
| 14 Total assets | | 8,464,905. | | 9,382,972. |
| Liabilities and Capital | | | | |
| 15 Accounts payable | | | | |
| 16 Mortgages, notes, bonds payable in less than 1 year | | | | |
| 17 Other current liabilities (attach statement) | | | | |
| 18 All nonrecourse loans | | | | |
| 19a Loans from partners (or persons related to partners) | | | | |
| b Mortgages, notes, bonds payable in 1 year or more | | | | |
| 20 Other liabilities (attach statement) | | | | |
| 21 Partners' capital accounts | | 8,464,905. | | 9,382,972. |
| 22 Total liabilities and capital | | 8,464,905. | | 9,382,972. |

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note: The partnership may be required to file Schedule M-3. See instructions.

| | | | |
|--|--|---|--|
| 1 Net income (loss) per books | | 6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize): | |
| 2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize): | | a Tax-exempt interest \$ | |
| 3 Guaranteed payments (other than health insurance) | | 7 Deductions included on Schedule K, lines 1 through 13d, and 16p, not charged against book income this year (itemize): | |
| 4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16p (itemize): | | a Depreciation \$ | |
| a Depreciation \$ | | 8 Add lines 6 and 7 | |
| b Travel and entertainment \$ | | 9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5 | |
| 5 Add lines 1 through 4 | | | |

Schedule M-2 Analysis of Partners' Capital Accounts

| | | | |
|--------------------------------|-------------|---|---------|
| 1 Balance at beginning of year | 16,531. | 6 Distributions: a Cash | |
| 2 Capital contributed: a Cash | 1,898,151. | b Property | |
| b Property | | 7 Other decreases (itemize): | |
| 3 Net income (loss) per books | -1,899,529. | 8 Add lines 6 and 7 | |
| 4 Other increases (itemize): | | 9 Balance at end of year. Subtract line 8 from line 5 | 15,153. |
| 5 Add lines 1 through 4 | 15,153. | | |

**SCHEDULE B-1
(Form 1065)**(Rev. August 2019)
Department of the Treasury
Internal Revenue Service**Information on Partners Owning 50% or
More of the Partnership**

▶ Attach to Form 1065.

OMB No. 1545-0123

▶ Go to www.irs.gov/Form1065 for the latest information.

Name of partnership

Employer identification number

RED FORGE LLC

47-3728662

Part I Entities Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 2a (Question 3a for 2009 through 2017))

Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, tax-exempt organization, or any foreign government that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

| (i) Name of Entity | (ii) Employer Identification Number (if any) | (iii) Type of Entity | (iv) Country of Organization | (v) Maximum Percentage Owned in Profit, Loss, or Capital |
|--------------------------|--|----------------------|------------------------------|--|
| TECHNOLOGY KEIRETSU, LLC | 22-3708793 | LLC | UNITED STATES | 99.99 |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

Part II Individuals or Estates Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 2b (Question 3b for 2009 through 2017))

Complete columns (i) through (iv) below for any individual or estate that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

| (i) Name of Individual or Estate | (ii) Identifying Number (if any) | (iii) Country of Citizenship (see instructions) | (iv) Maximum Percentage Owned in Profit, Loss, or Capital |
|----------------------------------|----------------------------------|---|---|
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 1065.

Schedule B-1 (Form 1065) (Rev. 8-2019)

SCHEDULE M-3

(Form 1065)

**Net Income (Loss) Reconciliation
for Certain Partnerships**

OMB No. 1545-0123

2020Department of the Treasury
Internal Revenue Service▶ Attach to Form 1065.
▶ Go to www.irs.gov/Form1065 for instructions and the latest information.

Name of partnership

RED FORGE LLC

Employer identification number

47-3728662**This Schedule M-3 is being filed because (check all that apply):**

- A** ☐ The amount of the partnership's total assets at the end of the tax year is equal to \$10 million or more.
- B** ☒ The amount of the partnership's adjusted total assets for the tax year is equal to \$10 million or more. If box B is checked, enter the amount of adjusted total assets for the tax year **11,282,501.**
- C** ☐ The amount of total receipts for the tax year is equal to \$35 million or more. If box C is checked, enter the total receipts for the tax year _____.
- D** ☒ An entity that is a reportable entity partner with respect to the partnership owns or is deemed to own an interest of 50% or more in the partnership's capital, profit, or loss on any day during the tax year of the partnership.

| Name of Reportable Entity Partner | Identifying Number | Maximum Percentage Owned or Deemed Owned |
|-----------------------------------|--------------------|--|
| TECHNOLOGY KEIRETSU, LLC | 22-3708793 | 99.9900% |

E ☐ Voluntary filer.**Part I Financial Information and Net Income (Loss) Reconciliation****1a** Did the partnership file SEC Form 10-K for its income statement period ending with or within this tax year?

- ☐ **Yes.** Skip lines 1b and 1c and complete lines 2 through 11 with respect to that SEC Form 10-K.
- ☒ **No.** Go to line 1b. See instructions if multiple non-tax-basis income statements are prepared.

b Did the partnership prepare a certified audited non-tax-basis income statement for that period?

- ☐ **Yes.** Skip line 1c and complete lines 2 through 11 with respect to that income statement.
- ☒ **No.** Go to line 1c.

c Did the partnership prepare a non-tax-basis income statement for that period?

- ☒ **Yes.** Complete lines 2 through 11 with respect to that income statement.
- ☐ **No.** Skip lines 2 through 3b and enter the partnership's net income (loss) per its books and records on line 4a.

2 Enter the income statement period: Beginning **01/01/2020** Ending **12/31/2020****3a** Has the partnership's income statement been restated for the income statement period on line 2?

- ☐ **Yes.** (If "Yes," attach a statement and the amount of each item restated.)
- ☒ **No.**

b Has the partnership's income statement been restated for any of the 5 income statement periods immediately preceding the period on line 2?

- ☐ **Yes.** (If "Yes," attach a statement and the amount of each item restated.)
- ☒ **No.**

| | | |
|---|-----------|------------------|
| 4a Worldwide consolidated net income (loss) from income statement source identified on Part I, line 1 | 4a | -980,084. |
| b Indicate accounting standard used for line 4a. See instructions. | | |
| 1 <input type="checkbox"/> GAAP 2 <input type="checkbox"/> IFRS 3 <input type="checkbox"/> Section 704(b) | | |
| 4 <input type="checkbox"/> Tax-basis 5 <input type="checkbox"/> Other (specify) ▶ _____ | | |
| 5a Net income from nonincludible foreign entities (attach statement) | 5a | () |
| b Net loss from nonincludible foreign entities (attach statement and enter as a positive amount) | 5b | |
| 6a Net income from nonincludible U.S. entities (attach statement) | 6a | () |
| b Net loss from nonincludible U.S. entities (attach statement and enter as a positive amount) | 6b | |
| 7a Net income (loss) of other foreign disregarded entities (attach statement) | 7a | |
| b Net income (loss) of other U.S. disregarded entities (attach statement) | 7b | |
| 8 Adjustment to eliminations of transactions between includible entities and nonincludible entities (attach stmt.) | 8 | |
| 9 Adjustment to reconcile income statement period to tax year (attach statement) | 9 | |
| 10 Other adjustments to reconcile to amount on line 11 (attach statement) | 10 | |
| 11 Net income (loss) per income statement of the partnership. Combine lines 4a through 10 | 11 | -980,084. |

Note: Part I, line 11, must equal Part II, line 26, column (a); or Form 1065, Schedule M-1, line 1. See instructions.**12** Enter the total amount (not just the partnership's share) of the assets and liabilities of all entities included or removed on the following lines.

| | Total Assets | Total Liabilities |
|-------------------------------------|-------------------|-------------------|
| a Included on Part I, line 4 | 9,382,972. | |
| b Removed on Part I, line 5 | | |
| c Removed on Part I, line 6 | | |
| d Included on Part I, line 7 | | |

For Paperwork Reduction Act Notice, see the instructions for your return.**Schedule M-3 (Form 1065) 2020**

| | |
|---|---|
| Name of partnership RED FORGE LLC | Employer identification number 47-3728662 |
|---|---|

Part II Reconciliation of Net Income (Loss) per Income Statement of Partnership With Income (Loss) per Return

| Income (Loss) Items | (a) Income (Loss) per Income Statement | (b) Temporary Difference | (c) Permanent Difference | (d) Income (Loss) per Tax Return |
|---|--|--------------------------------|--------------------------------|--|
| Attach statements for lines 1 through 10. | | | | |
| 1 Income (loss) from equity method foreign corporations | | | | |
| 2 Gross foreign dividends not previously taxed | | | | |
| 3 Subpart F, QEF, and similar income inclusions | | | | |
| 4 Gross foreign distributions previously taxed | | | | |
| 5 Income (loss) from equity method U.S. corporations | | | | |
| 6 U.S. dividends | | | | |
| 7 Income (loss) from U.S. partnerships | | | | |
| 8 Income (loss) from foreign partnerships | | | | |
| 9 Income (loss) from other pass- through entities | | | | |
| 10 Items relating to reportable transactions | | | | |
| 11 Interest income (see instructions) | | | | |
| 12 Total accrual to cash adjustment | | | | |
| 13 Hedging transactions | | | | |
| 14 Mark-to-market income (loss) | | | | |
| 15 Cost of goods sold (see instructions) | () | | | () |
| 16 Sale versus lease (for sellers and/or lessors) | | | | |
| 17 Section 481(a) adjustments | | | | |
| 18 Unearned/deferred revenue | | | | |
| 19 Income recognition from long-term contracts | | | | |
| 20 Original issue discount and other imputed interest | | | | |
| 21a Income statement gain/loss on sale, exchange, abandonment, worthlessness, or other disposition of assets other than inventory and pass-through entities | | | | |
| b Gross capital gains from Schedule D, excluding amounts from pass-through entities | | | | |
| c Gross capital losses from Schedule D, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses | | | | |
| d Net gain/loss reported on Form 4797, line 17, excluding amounts from pass-through entities, abandonment losses, and worthless stock losses ... | | | | |
| e Abandonment losses | | | | |
| f Worthless stock losses (attach statement) | | | | |
| g Other gain/loss on disposition of assets other than inventory Other income (loss) items with differences (attach statement) | | | | |
| 22 | | | | |
| 23 Total income (loss) items. Combine lines 1 through 22 | | | | |
| 24 Total expense/deduction items. (From Part III, line 31) (see instructions) | -1,061,084. | -919,445. | | -1,980,529. |
| 25 Other items with no differences STMT 5 | 81,000. | | | 81,000. |
| 26 Reconciliation totals. Combine lines 23 through 25 | -980,084. | -919,445. | | -1,899,529. |

Note: Line 26, column (a), must equal Part I, line 11, and column (d) must equal Form 1065, Analysis of Net Income (Loss), line 1.

Schedule M-3 (Form 1065) 2020

| | |
|---|---|
| Name of partnership RED FORGE LLC | Employer identification number 47-3728662 |
|---|---|

Part III Reconciliation of Net Income (Loss) per Income Statement of Partnership With Income (Loss) per Return - Expense/Deduction Items

| Expense/Deduction Items | (a) Expense per Income Statement | (b) Temporary Difference | (c) Permanent Difference | (d) Deduction per Tax Return |
|---|---|---|---|---|
| 1 State and local current income tax expense | | | | |
| 2 State and local deferred income tax expense | | | | |
| 3 Foreign current income tax expense (other than foreign withholding taxes) | | | | |
| 4 Foreign deferred income tax expense | | | | |
| 5 Equity-based compensation | | | | |
| 6 Meals and entertainment | | | | |
| 7 Fines and penalties | | | | |
| 8 Judgments, damages, awards, and similar costs | | | | |
| 9 Guaranteed payments | | | | |
| 10 Pension and profit-sharing | | | | |
| 11 Other post-retirement benefits | | | | |
| 12 Deferred compensation | | | | |
| 13 Charitable contribution of cash and tangible property | | | | |
| 14 Charitable contribution of intangible property | | | | |
| 15 Organizational expenses as per Regulations section 1.709-2(a) | | | | |
| 16 Syndication expenses as per Regulations section 1.709-2(b) .. | | | | |
| 17 Current year acquisition/reorganization investment banking fees | | | | |
| 18 Current year acquisition/reorganization legal and accounting fees | | | | |
| 19 Amortization/impairment of goodwill | | | | |
| 20 Amortization of acquisition, reorganization, and start-up costs | | | | |
| 21 Other amortization or impairment write-offs STMT 7 | | 1,378. | | 1,378. |
| 22 Reserved for future use | | | | |
| 23a Depletion - oil & gas | | | | |
| b Depletion - other than oil & gas | | | | |
| 24 Intangible drilling and development costs (IDC) | | | | |
| 25 Depreciation | | | | |
| 26 Bad debt expense | | | | |
| 27 Interest expense (see instructions) | | | | |
| 28 Purchase versus lease (for purchasers and/or lessees) | | | | |
| 29 Research and development costs | | | | |
| 30 Other expense/deduction items with differences (attach statement) STMT 8 | 1,061,084. | 918,067. | | 1,979,151. |
| 31 Total expense/deduction items. Combine lines 1 through 30. Enter here and on Part II, line 24, reporting positive amounts as negative and negative amounts as positive | 1,061,084. | 919,445. | | 1,980,529. |

Schedule M-3 (Form 1065) 2020

Form **6765**
(Rev. December 2020)
Department of the Treasury
Internal Revenue Service
Name(s) shown on return

Credit for Increasing Research Activities

OMB No. 1545-0619

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form6765 for instructions and the latest information.Attachment
Sequence No. **676**

Identifying number

RED FORGE LLC**47-3728662****Section A - Regular Credit.** Skip this section and go to Section B if you are electing or previously elected (and are not revoking) the alternative simplified credit.

| | | | | |
|-----------|---|-----------|-----------|----|
| 1 | Certain amounts paid or incurred to energy consortia | | 1 | |
| 2 | Basic research payments to qualified organizations | 2 | | |
| 3 | Qualified organization base period amount | 3 | | |
| 4 | Subtract line 3 from line 2. If zero or less, enter -0- | | 4 | |
| 5 | Wages for qualified services (do not include wages used in figuring the work opportunity credit) | 5 | | |
| 6 | Cost of supplies | 6 | | |
| 7 | Rental or lease costs of computers | 7 | | |
| 8 | Enter the applicable percentage of contract research expenses | 8 | | |
| 9 | Total qualified research expenses. Add lines 5 through 8 | 9 | | |
| 10 | Enter fixed-base percentage, but not more than 16% (0.16) | 10 | | % |
| 11 | Enter average annual gross receipts | 11 | | |
| 12 | Multiply line 11 by the percentage on line 10 | 12 | | |
| 13 | Subtract line 12 from line 9. If zero or less, enter -0- | 13 | | |
| 14 | Multiply line 9 by 50% (0.50) | 14 | | |
| 15 | Enter the smaller of line 13 or line 14 | | 15 | 0. |
| 16 | Add lines 1, 4, and 15 | | 16 | 0. |
| 17 | Are you electing the reduced credit under section 280C? ▶ Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> If "Yes," multiply line 16 by 15.8% (0.158). If "No," multiply line 16 by 20% (0.20) and see the instructions for the statement that must be attached. Members of controlled groups or businesses under common control, see instructions for the statement that must be attached | | 17 | |

Section B - Alternative Simplified Credit. Skip this section if you are completing Section A.

| | | | | |
|-----------|--|-----------|-----------|--|
| 18 | Certain amounts paid or incurred to energy consortia | | 18 | |
| 19 | Basic research payments to qualified organizations | 19 | | |
| 20 | Qualified organization base period amount | 20 | | |
| 21 | Subtract line 20 from line 19. If zero or less, enter -0- | | 21 | |
| 22 | Add lines 18 and 21 | | 22 | |
| 23 | Multiply line 22 by 20% (0.20) | | 23 | |
| 24 | Wages for qualified services (do not include wages used in figuring the work opportunity credit) | 24 | | |
| 25 | Cost of supplies | 25 | | |
| 26 | Rental or lease costs of computers | 26 | | |
| 27 | Enter the applicable percentage of contract research expenses | 27 | | |
| 28 | Total qualified research expenses. Add lines 24 through 27 | 28 | | |
| 29 | Enter your total qualified research expenses for the prior 3 tax years. If you had no qualified research expenses in any one of those years, skip lines 30 and 31 | 29 | | |
| 30 | Divide line 29 by 6.0 | 30 | | |
| 31 | Subtract line 30 from line 28. If zero or less, enter -0- | 31 | | |
| 32 | Multiply line 31 by 14% (0.14). If you skipped lines 30 and 31, multiply line 28 by 6% (0.06) | | 32 | |
| 33 | Add lines 23 and 32 | | 33 | |
| 34 | Are you electing the reduced credit under section 280C? ▶ Yes <input type="checkbox"/> No <input type="checkbox"/> If "Yes," multiply line 33 by 79% (0.79). If "No," enter the amount from line 33 and see the line 17 instructions for the statement that must be attached. Members of controlled groups or businesses under common control, see instructions for the statement that must be attached | | 34 | |

LHA For Paperwork Reduction Act Notice, see separate instructions.Form **6765** (Rev. 12-2020)

Section C - Current Year Credit

| | | | |
|-----------|--|-----------|----|
| 35 | Enter the portion of the credit from Form 8932, line 2, that is attributable to wages that were also used to figure the credit on line 17 or line 34 (whichever applies) | 35 | |
| 36 | Subtract line 35 from line 17 or line 34 (whichever applies). If zero or less, enter -0- | 36 | 0. |
| 37 | Credit for increasing research activities from partnerships, S corporations, estates, and trusts | 37 | |
| 38 | Add lines 36 and 37 | 38 | |
| | <ul style="list-style-type: none"> • Estates and trusts, go to line 39. • Partnerships and S corporations not electing the payroll tax credit, stop here and report this amount on Schedule K. • Partnerships and S corporations electing the payroll tax credit, complete Section D and report on Schedule K the amount on this line reduced by the amount on line 44. • Eligible small businesses, stop here and report the credit on Form 3800, Part III, line 4i. See instructions for the definition of eligible small business. • Filers other than eligible small businesses, stop here and report the credit on Form 3800, Part III, line 1c. <p>Note: Qualified small business filers, other than partnerships and S corporations, electing the payroll tax credit must complete Form 3800 before completing Section D.</p> | | |
| 39 | Amount allocated to beneficiaries of the estate or trust | 39 | |
| 40 | Estates and trusts, subtract line 39 from line 38. For eligible small businesses, report the credit on Form 3800, Part III, line 4i. See instructions. For filers other than eligible small businesses, report the credit on Form 3800, Part III, line 1c | 40 | |

Section D - Qualified Small Business Payroll Tax Election and Payroll Tax Credit. Skip this section if the payroll tax election does not apply. See instructions.

| | | | |
|-----------|---|-----------|--|
| 41 | Check this box if you are a qualified small business electing the payroll tax credit. See instructions <input type="checkbox"/> | | |
| 42 | Enter the portion of line 36 elected as a payroll tax credit (do not enter more than \$250,000). See instructions | 42 | |
| 43 | General business credit carryforward from the current year (see instructions). Partnerships and S corporations, skip this line and go to line 44 | 43 | |
| 44 | Partnerships and S corporations, enter the smaller of line 36 or line 42. All others, enter the smallest of line 36, line 42, or line 43. Enter here and on the applicable line of Form 8974, Part 1, column (e). Members of controlled groups or businesses under common control, see instructions for the statement that must be attached | 44 | |

Form 6765 (Rev. 12-2020)

Form **8990**

(Rev. May 2020)

Department of the Treasury
Internal Revenue Service**Limitation on Business Interest Expense
Under Section 163(j)**

▶ Attach to your tax return.

OMB No. 1545-0123

▶ Go to www.irs.gov/Form8990 for instructions and the latest information.

Taxpayer name(s) shown on tax return

RED FORGE LLC

Identification number

47-3728662

If Form 8990 relates to an information return for a foreign entity (for example, Form 5471), enter:

Name of foreign entity ▶

Employer identification number, if any ▶

Reference ID number ▶

Part I Computation of Allowable Business Interest Expense*Part I is completed by all taxpayers subject to section 163(j). Schedule A and Schedule B need to be completed before Part I when the taxpayer is a partner or shareholder of a pass-through entity subject to section 163(j).***Section I - Business Interest Expense**

| | | | | |
|----------|--|----------|----------|--|
| 1 | Current year business interest expense (not including floor plan financing interest expense), before the section 163(j) limitation | 1 | | |
| 2 | Disallowed business interest expense carryforwards from prior years. (Does not apply to a partnership) | 2 | | |
| 3 | Partner's excess business interest expense treated as paid or accrued in current year (Schedule A, line 44, column (h)) | 3 | | |
| 4 | Floor plan financing interest expense. See instructions | 4 | | |
| 5 | Total business interest expense. Add lines 1 through 4 | | 5 | |

Section II - Adjusted Taxable Income**Taxable Income**

| | | | |
|----------|---|----------|--------------------|
| 6 | Taxable income. See instructions | 6 | -1,899,529. |
|----------|---|----------|--------------------|

Additions (adjustments to be made if amounts are taken into account on line 6)

| | | | | |
|-----------|--|-----------|---------------|---------------|
| 7 | Any item of loss or deduction that is not properly allocable to a trade or business of the taxpayer. See instructions | 7 | | |
| 8 | Any business interest expense not from a pass-through entity. See instructions | 8 | | |
| 9 | Amount of any net operating loss deduction under section 172 | 9 | | |
| 10 | Amount of any qualified business income deduction allowed under section 199A | 10 | | |
| 11 | Deduction allowable for depreciation, amortization, or depletion attributable to a trade or business. See instructions | 11 | 1,378. | |
| 12 | Amount of any loss or deduction items from a pass-through entity. See instructions | 12 | | |
| 13 | Other additions. See instructions | 13 | | |
| 14 | Total current year partner's excess taxable income (Schedule A, line 44, column (f)) | 14 | | |
| 15 | Total current year S corporation shareholder's excess taxable income (Schedule B, line 46, column (c)) | 15 | | |
| 16 | Total. Add lines 7 through 15 | | 16 | 1,378. |

Reductions (adjustments to be made if amounts are taken into account on line 6)

| | | | | |
|-----------|--|-----------|-----------|-----|
| 17 | Any item of income or gain that is not properly allocable to a trade or business of the taxpayer. See instructions | 17 | () | |
| 18 | Any business interest income not from a pass-through entity. See instructions | 18 | () | |
| 19 | Amount of any income or gain items from a pass-through entity. See instructions | 19 | () | |
| 20 | Other reductions. See instructions | 20 | () | |
| 21 | Total. Combine lines 17 through 20 | | 21 | () |
| 22 | Adjusted taxable income. Combine lines 6, 16, and 21. (If zero or less, enter -0-.) | | 22 | |

LHA For Paperwork Reduction Act Notice, see the instructions.

Form **8990** (Rev. 5-2020)

Section III - Business Interest Income

| | | | | |
|-----------|--|-----------|--|-----------|
| 23 | Current year business interest income. See instructions | 23 | | |
| 24 | Excess business interest income from pass-through entities (total of Schedule A, line 44, column (g), and Schedule B, line 46, column (d)) | 24 | | |
| 25 | Total. Add lines 23 and 24 | | | 25 |

Section IV - Section 163(j) Limitation Calculations**Limitation on Business Interest Expense**

| | | | | |
|-----------|---|-----------|--|-----------|
| 26 | Multiply adjusted taxable income (line 22) by the applicable percentage. See instructions | 26 | | |
| 27 | Business interest income (line 25) | 27 | | |
| 28 | Floor plan financing interest expense (line 4) | 28 | | |
| 29 | Total. Add lines 26, 27, and 28 | | | 29 |

Allowable Business Interest Expense

| | | | |
|-----------|---|-----------|--|
| 30 | Total current year business interest expense deduction. See instructions | 30 | |
|-----------|---|-----------|--|

Carryforward

| | | | |
|-----------|--|-----------|--|
| 31 | Disallowed business interest expense. Subtract line 29 from line 5. (If zero or less, enter -0-.) | 31 | |
|-----------|--|-----------|--|

Part II Partnership Pass-Through Items

Part II is only completed by a partnership that is subject to section 163(j). The partnership items below are allocated to the partners and are not carried forward by the partnership. See the instructions for more information.

Excess Business Interest Expense

| | | | |
|-----------|--|-----------|--|
| 32 | Excess business interest expense. Enter amount from line 31 | 32 | |
|-----------|--|-----------|--|

Excess Taxable Income (If you entered an amount on line 32, skip lines 33 through 37.)

| | | | |
|-----------|--|-----------|--|
| 33 | Subtract the sum of lines 4 and 25 from line 5. (If zero or less, enter -0-.) | 33 | |
| 34 | Subtract line 33 from line 26. (If zero or less, enter -0-.) | 34 | |
| 35 | Divide line 34 by line 26. Enter the result as a decimal. (If line 26 is zero, enter -0-.) | 35 | |
| 36 | Excess taxable income. Multiply line 35 by line 22 | 36 | |

Excess Business Interest Income

| | | | |
|-----------|---|-----------|--|
| 37 | Excess business interest income. Subtract the sum of lines 1, 2, and 3 from line 25. (If zero or less, enter -0-.) | 37 | |
|-----------|---|-----------|--|

Part III S Corporation Pass-Through Items

Part III is only completed by S corporations that are subject to section 163(j). The S corporation items below are allocated to the shareholders. See the instructions for more information.

Excess Taxable Income

| | | | |
|-----------|--|-----------|--|
| 38 | Subtract the sum of lines 4 and 25 from line 5. (If zero or less, enter -0-.) | 38 | |
| 39 | Subtract line 38 from line 26. (If zero or less, enter -0-.) | 39 | |
| 40 | Divide line 39 by line 26. Enter the result as a decimal. (If line 26 is zero, enter -0-.) | 40 | |
| 41 | Excess taxable income. Multiply line 40 by line 22 | 41 | |

Excess Business Interest Income

| | | | |
|-----------|---|-----------|--|
| 42 | Excess business interest income. Subtract the sum of lines 1, 2, and 3 from line 25. (If zero or less, enter -0-.) | 42 | |
|-----------|---|-----------|--|

Section 1.263(a)-1(f) De Minimis Safe Harbor Election

Red Forge LLC
360 MOUNT KEMBLE AVE
MORRISTOWN, NJ 07960

Employer Identification Number: 47-3728662

For the Year Ending December 31, 2020

Red Forge LLC is making the de minimis safe harbor election under
Reg. Sec. 1.263(a)-1(f).

| FORM 1065 | OTHER DEDUCTIONS | STATEMENT 1 |
|-------------------------------|------------------|-------------|
| DESCRIPTION | | AMOUNT |
| AMORTIZATION EXPENSE | | 1,378. |
| SOFTWARE DEVELOPMENT EXPENSES | | 1,979,151. |
| TOTAL TO FORM 1065, LINE 20 | | 1,980,529. |

| SCHEDULE K | OTHER ITEMS | STATEMENT 2 |
|---------------------------------------|-------------|-------------|
| DESCRIPTION | | AMOUNT |
| SECTION 199A - ORDINARY INCOME (LOSS) | | -1,899,529. |

| SCHEDULE L | OTHER ASSETS | STATEMENT 3 |
|----------------------------------|-----------------------|-----------------|
| DESCRIPTION | BEGINNING OF TAX YEAR | END OF TAX YEAR |
| CAPITALIZED SOFTWARE DEVELOPMENT | 8,444,241. | 9,362,308. |
| TRADEMARKS | 20,664. | 20,664. |
| TOTAL TO SCHEDULE L, LINE 13 | 8,464,905. | 9,382,972. |

| FORM 1065 | | PARTNERS' CAPITAL ACCOUNT SUMMARY | | | STATEMENT 4 |
|-------------------|----------------------|-----------------------------------|------------------------------|------------------|-------------------|
| PARTNER NUMBER | BEGINNING CAPITAL | CAPITAL CONTRIBUTED | SCHEDULE M-2 LNS 3, 4 & 7 | WITH- DRAWALS | ENDING CAPITAL |
| 1 | 19,024. | 1,898,151. | -1,899,339. | | 17,836. |
| 2 | -2,493. | | -190. | | -2,683. |
| TOTAL | 16,531. | 1,898,151. | -1,899,529. | | 15,153. |

| SCHEDULE M-3 | | OTHER INCOME (LOSS) AND EXPENSE / DEDUCTION ITEMS WITH NO DIFFERENCES | | STATEMENT 5 |
|---|--|--|-------------------|-------------|
| DESCRIPTION | | PER INCOME STATEMENT | PER TAX RETURN | |
| OTHER INCOME (LOSS) - SEE STATEMENT | | 81,000. | 81,000. | |
| TOTAL TO SCHEDULE M-3, PART II, LINE 25 | | 81,000. | 81,000. | |

| SCHEDULE M-3 | | OTHER INCOME (LOSS) ITEMS WITH NO DIFFERENCES | | STATEMENT 6 |
|---|--|---|---------------------------------------|-------------|
| DESCRIPTION | | INCOME (LOSS) PER INCOME STATEMENT | INCOME (LOSS) PER TAX RETURN | |
| SALES | | 81,000. | 81,000. | |
| TOTAL TO SCHEDULE M-3, PART II, LINE 25 | | 81,000. | 81,000. | |

| SCHEDULE M-3 | | OTHER AMORTIZATION OR IMPAIRMENT WRITE-OFFS | | | STATEMENT 7 |
|---------------------------------|------------------------------------|--|-------------------------|--------------------------------|-------------|
| DESCRIPTION | EXPENSE PER INCOME STATEMENT | TEMPORARY DIFFERENCE | PERMANENT DIFFERENCE | DEDUCTION PER TAX RETURN | |
| OTHER AMORTIZATION TRADEMARK | -1,378. 1,378. | 1,378. | 0. 0. | 0. 1,378. | |
| TOTAL | 0. | 1,378. | 0. | 1,378. | |

| SCHEDULE M-3 | | OTHER EXPENSE/DEDUCTION ITEMS WITH DIFFERENCES | | | STATEMENT 8 |
|---------------------------------|--|--|-------------------------|--|-------------|
| DESCRIPTION | EXPENSE/ DEDUCTION PER INCOME STATEMENT | TEMPORARY DIFFERENCE | PERMANENT DIFFERENCE | EXPENSE/ DEDUCTION PER TAX RETURN | |
| SOFTWARE DEVELOPMENT EXPENSES | 1,061,084. | 918,067. | 0. | 1,979,151. | |
| TOTAL TO M-3, PART III, LINE 30 | 1,061,084. | 918,067. | 0. | 1,979,151. | |

651119

**Schedule K-1
(Form 1065)**Department of the Treasury
Internal Revenue Service**2020**

For calendar year 2020, or tax year

beginning

ending

Partner's Share of Income, Deductions, Credits, etc.

▶ See separate instructions.

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items**Part I Information About the Partnership****A** Partnership's employer identification number

47-3728662

B Partnership's name, address, city, state, and ZIP codeRED FORGE LLC
360 MOUNT KEMBLE AVE
MORRISTOWN, NJ 07960**C** IRS Center where partnership filed return ▶

E-FILE

D ☐ Check if this is a publicly traded partnership (PTP)**Part II Information About the Partner****E** Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)

22-3708793

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.TECHNOLOGY KEIRETSU, LLC
360 MOUNT KEMBLE AVE
MORRISTOWN, NJ 07960**G** ☒ General partner or LLC member-manager☐ Limited partner or other LLC member**H1** ☒ Domestic partner☐ Foreign partner**H2** ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? **PARTNERSHIP****I2** If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐**J** Partner's share of profit, loss, and capital:

| | Beginning | Ending |
|---------|--------------|--------------|
| Profit | 99.9900000 % | 99.9900000 % |
| Loss | 99.9900000 % | 99.9900000 % |
| Capital | 99.9900000 % | 99.9900000 % |

Check if decrease is due to sale or exchange of partnership interest ☐**K** Partner's share of liabilities:

| | Beginning | Ending |
|---------------------------------|-----------|--------|
| Nonrecourse | \$ | \$ |
| Qualified nonrecourse financing | \$ | \$ |
| Recourse | \$ 0. | \$ 0. |

☐ Check this box if Item K includes liability amounts from lower tier partnerships.**L Partner's Capital Account Analysis****SEE STATEMENT**

| | |
|--|----------------|
| Beginning capital account | \$ 19,024. |
| Capital contributed during the year | \$ 1,898,151. |
| Current year net income (loss) | \$ -1,899,339. |
| Other increase (decrease) (attach explanation) | \$ |
| Withdrawals & distributions | \$ () |
| Ending capital account | \$ 17,836. |

M Did the partner contribute property with a built-in gain or loss?☐ Yes ☒ No If "Yes," attach statement. See instructions.**N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)**

| | |
|-----------|----|
| Beginning | \$ |
| Ending | \$ |

1 Ordinary business income (loss)

-1,899,339.

2 Net rental real estate income (loss)**3** Other net rental income (loss)**4a** Guaranteed payments for services**4b** Guaranteed payments for capital**4c** Total guaranteed payments**5** Interest income**6a** Ordinary dividends**6b** Qualified dividends**6c** Dividend equivalents**7** Royalties**8** Net short-term capital gain (loss)**9a** Net long-term capital gain (loss)**9b** Collectibles (28%) gain (loss)**9c** Unrecaptured section 1250 gain**10** Net section 1231 gain (loss)**11** Other income (loss)**12** Section 179 deduction**13** Other deductions**14** Self-employment earnings (loss)**21** ☐ More than one activity for at-risk purposes***22** ☐ More than one activity for passive activity purposes*

*See attached statement for additional information.

For IRS Use Only

| | |
|--|--|
| SCHEDULE K-1 | SECTION 199A INFORMATION, BOX 20, CODE Z |
| DESCRIPTION | AMOUNT |
| TRADE OR BUSINESS - SOFTWARE DEVELOPMENT | |
| ORDINARY INCOME (LOSS) | -1,899,339. |

SCH K-1

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 20, UNDER CODE Z. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

| SCHEDULE K-1 CURRENT YEAR NET INCOME (LOSS) AND OTHER INCREASES(DECREASES) | | |
|--|-------------|-------------|
| DESCRIPTION | AMOUNT | TOTALS |
| ORDINARY INCOME (LOSS) | -1,899,339. | |
| SCHEDULE K-1 INCOME SUBTOTAL | | -1,899,339. |
| NET INCOME (LOSS) PER SCHEDULE K-1 | | -1,899,339. |

| SCHEDULE K-1 ITEM L. PARTNER'S CAPITAL ACCOUNT ANALYSIS | |
|---|--|
| BEGINNING CAPITAL ACCOUNT METHOD USED - TAX BASIS | |

| SCHEDULE K-1 | FOOTNOTES |
|--------------|-----------|
|--------------|-----------|

IN ACCORDANCE WITH IRS GUIDANCE FOR THE 2020 TAX YEAR, THE CAPITAL ACCOUNT ANALYSIS REPORTED IN ITEM L OF SCHEDULE K-1 IS REPORTED USING THE TAX BASIS METHOD. IN THE PREVIOUS YEAR, THE CAPITAL ACCOUNT RECONCILIATION IN ITEM L WAS REPORTED ON A GAAP BASIS. AS A RESULT OF THIS NEW REPORTING REQUIREMENT, YOUR BEGINNING CAPITAL ACCOUNT MAY NOT TIE TO YOUR 2019 ENDING CAPITAL ACCOUNT SHOWN IN ITEM L OF YOUR 2019 SCHEDULE K-1. PLEASE NOTE, IT IS YOUR RESPONSIBILITY TO TRACK THE OUTSIDE TAX BASIS IN YOUR MEMBERSHIP INTEREST, WHICH MAY NOT BE EQUAL TO THE ENDING TAX CAPITAL ACCOUNT REPORTED IN ITEM L OF SCHEDULE K-1. PLEASE CONSULT YOUR TAX ADVISOR.

651119

**Schedule K-1
(Form 1065)**Department of the Treasury
Internal Revenue Service**2020**

For calendar year 2020, or tax year

beginning

ending

Partner's Share of Income, Deductions, Credits, etc.

▶ See separate instructions.

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

Part III Partner's Share of Current Year Income, Deductions, Credits, and Other Items**Part I Information About the Partnership****A** Partnership's employer identification number

47-3728662

B Partnership's name, address, city, state, and ZIP codeRED FORGE LLC
360 MOUNT KEMBLE AVE
MORRISTOWN, NJ 07960**C** IRS Center where partnership filed return ▶

E-FILE

D ☐ Check if this is a publicly traded partnership (PTP)**Part II Information About the Partner****E** Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)

148-02-3693

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.AARON W FLITCROFT
23 TINGLEY ROAD
MORRISTOWN, NJ 07960**G** ☐ General partner or LLC member-manager☒ Limited partner or other LLC member**H1** ☒ Domestic partner☐ Foreign partner**H2** ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? **INDIVIDUAL****I2** If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐**J** Partner's share of profit, loss, and capital:

| | Beginning | Ending |
|---------|-------------|-------------|
| Profit | 0.0100000 % | 0.0100000 % |
| Loss | 0.0100000 % | 0.0100000 % |
| Capital | 0.0100000 % | 0.0100000 % |

Check if decrease is due to sale or exchange of partnership interest ☐**K** Partner's share of liabilities:

| | Beginning | Ending |
|---------------------------------|-----------|--------|
| Nonrecourse | \$ | \$ |
| Qualified nonrecourse financing | \$ | \$ |
| Recourse | \$ 0. | \$ 0. |

☐ Check this box if Item K includes liability amounts from lower tier partnerships.**L Partner's Capital Account Analysis****SEE STATEMENT**

| | |
|--|------------|
| Beginning capital account | \$ -2,493. |
| Capital contributed during the year | \$ |
| Current year net income (loss) | \$ -190. |
| Other increase (decrease) (attach explanation) | \$ |
| Withdrawals & distributions | \$ () |
| Ending capital account | \$ -2,683. |

M Did the partner contribute property with a built-in gain or loss?☐ Yes ☒ No If "Yes," attach statement. See instructions.**N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)**

| | |
|-----------|----|
| Beginning | \$ |
| Ending | \$ |

1 Ordinary business income (loss)

-190.

15 Credits**2** Net rental real estate income (loss)**16** Foreign transactions**3** Other net rental income (loss)**4a** Guaranteed payments for services**4b** Guaranteed payments for capital**4c** Total guaranteed payments**5** Interest income**17** Alternative min tax (AMT) items**6a** Ordinary dividends**18** Tax-exempt income and nondeductible expenses**6b** Qualified dividends**6c** Dividend equivalents**7** Royalties**19** Distributions**8** Net short-term capital gain (loss)**20** Other information**9a** Net long-term capital gain (loss)**Z** * **STMT****9b** Collectibles (28%) gain (loss)**9c** Unrecaptured section 1250 gain**10** Net section 1231 gain (loss)**11** Other income (loss)**12** Section 179 deduction**13** Other deductions**14** Self-employment earnings (loss)**21** ☐ More than one activity for at-risk purposes***22** ☐ More than one activity for passive activity purposes*

*See attached statement for additional information.

For IRS Use Only

| | |
|--|--|
| SCHEDULE K-1 | SECTION 199A INFORMATION, BOX 20, CODE Z |
| DESCRIPTION | AMOUNT |
| TRADE OR BUSINESS - SOFTWARE DEVELOPMENT | |
| ORDINARY INCOME (LOSS) | -190. |

SCH K-1

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 20, UNDER CODE Z. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

| SCHEDULE K-1 CURRENT YEAR NET INCOME (LOSS) AND OTHER INCREASES(DECREASES) | | |
|--|--------|--------|
| DESCRIPTION | AMOUNT | TOTALS |
| ORDINARY INCOME (LOSS) | -190. | |
| SCHEDULE K-1 INCOME SUBTOTAL | | -190. |
| NET INCOME (LOSS) PER SCHEDULE K-1 | | -190. |

| SCHEDULE K-1 ITEM L. PARTNER'S CAPITAL ACCOUNT ANALYSIS | |
|---|--|
| BEGINNING CAPITAL ACCOUNT METHOD USED - TAX BASIS | |

| SCHEDULE K-1 | FOOTNOTES |
|--------------|-----------|
|--------------|-----------|

IN ACCORDANCE WITH IRS GUIDANCE FOR THE 2020 TAX YEAR, THE CAPITAL ACCOUNT ANALYSIS REPORTED IN ITEM L OF SCHEDULE K-1 IS REPORTED USING THE TAX BASIS METHOD. IN THE PREVIOUS YEAR, THE CAPITAL ACCOUNT RECONCILIATION IN ITEM L WAS REPORTED ON A GAAP BASIS. AS A RESULT OF THIS NEW REPORTING REQUIREMENT, YOUR BEGINNING CAPITAL ACCOUNT MAY NOT TIE TO YOUR 2019 ENDING CAPITAL ACCOUNT SHOWN IN ITEM L OF YOUR 2019 SCHEDULE K-1. PLEASE NOTE, IT IS YOUR RESPONSIBILITY TO TRACK THE OUTSIDE TAX BASIS IN YOUR MEMBERSHIP INTEREST, WHICH MAY NOT BE EQUAL TO THE ENDING TAX CAPITAL ACCOUNT REPORTED IN ITEM L OF SCHEDULE K-1. PLEASE CONSULT YOUR TAX ADVISOR.